

**United States Bankruptcy Court**

**Northern District of California**

**San Jose Division**

In re:

Case No.

Chapter

11

**Howell & McNeil Development, LLC**

**STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION**

I, **Gregory Howell**, declare under penalty of perjury that I am the Manager of **Howell & McNeil Development, LLC**, a California Corporation and that on **04/07/2011** the following resolution was duly adopted by the **Gregory Howell and Timothy McNeil** of this Corporation:

"Whereas, it is in the best interest of this Corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Gregory Howell, Manager** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be It Further Resolved, that **Gregory Howell, Manager** of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

Be It Further Resolved, that **Gregory Howell, Manager** of this Corporation, is authorized and directed to employ **William J. Healy**, attorney and the law firm of **Campeau Goodsell Smith** to represent the Corporation in such bankruptcy case."

Executed on:

4/8/11

Signed:

  
\_\_\_\_\_  
**Gregory Howell**